

# Proposed Vashon-Maury Community Council Standing Rules

Last update: May 4, 2022

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## Introduction

After adopting a set of bylaws, organizations often supplement and clarify those bylaws through standing rules. Standing rules are rules or resolutions that are of a continuing (or standing) nature. These rules deal only with administrative matters and function under the umbrella of the organization's bylaws.

Standing rules are a record of previously made decisions that provide future guidance to the Council, as defined in our guidance document "Democratic Rules of Order", current edition. Standing Rules are always subject to the law of the land, the articles of incorporation, and the bylaws of the Council.

## Key References for Council Activities

1. Washington Nonprofit Corporation Act: <https://app.leg.wa.gov/RCW/default.aspx?cite=24.03A>
2. Democratic Rules of Order: <https://www.democraticrules.com/>
3. IRS: <https://www.irs.gov/charities-non-profits/life-cycle-of-an-exempt-organization>

# Standing Rules for Council Member Meetings

## 1. **Date, Time and Place of Council Meetings**

The regular meetings are currently held at 7:00 PM on the third (3rd) Monday of each month. The meetings can be held in person, by electronic means, or both, as decided by the board.

## 2. **Agenda**

Written or digital copies of the agenda shall be made available to all members and may contain the following: Welcome (call to order), approval of minutes (digital copies available), call for additions/changes to agenda, treasurer's report, introduction of guests, announcements, old business (primarily motions up for vote), guest presentations, new business, new motions, open discussion, next scheduled meeting, and adjournment.

## 3. **Members**

After fixing a record date for a meeting, the board member in charge of the mailing list shall prepare an alphabetical list of the names of all its members who are entitled to notice of that meeting of the members. The list of members shall include the email address, Vashon-Maury mailing address, and number of votes each member is entitled to cast at the meeting, except that the address of any member who is known to the Council to be a participant in the address confidentiality program or any similar law may be omitted.

## 4. **Meeting Notice**

(1) The Council shall give notice to the members of the date, time, and place of each annual, regular, or special meeting of the members. The notice must be given in the form of a record (email or printed document) no fewer than ten nor more than sixty days before the meeting date. The Council is only required to give notice to members entitled to vote at the meeting. Notice of meetings can be delivered by electronic transmission to the member's email address shown in the Council's current record of members. Notice can also be communicated by delivery, by a newspaper of general circulation to the community, by radio, or by other forms of public broadcast communication.

(2) Notice of a special meeting shall include a description of the purpose for which the meeting is called.

## 5. **Meeting Decorum**

The Council prides itself on striving to conduct its business in a professional, respectful and courteous manner.

Common courtesy and respect for fellow Islanders and guests are expected. Rudeness and bad behavior (including the “chat” contributions in online meetings) are not acceptable, nor will they be tolerated. This is especially so when commenting on Council business or motions raised or discussed before the Council members or board, and most assuredly at committee meetings.

Understanding and cooperation in this regard of all meeting attendees is sincerely appreciated.

For more guidance on meeting decorum, see Democratic Rules of Order, current edition, for the rules we follow for running our meetings. <https://www.democraticrules.com/>

## Standing Rules for the Board of Directors

### 1. **Date, Time and Place of Board Meetings**

The regular meetings of the board are currently held at 7:30 PM on the first (1st) Monday of each month. Board meetings may be held in person or by electronic means, as decided by the board.

Board meetings are open to the public, except for closed sessions. To receive information about the next board meeting, and information about how to attend the meeting if the meeting is conducted online, please contact any of the board members directly or through the Council website.

### 2. **Meeting Attendance**

a) Board members are expected to attend both board and Council membership meetings. As a courtesy, directors are asked to notify the president when they will not be attending either a board meeting or a Council membership meeting. When a director fails to attend 2 consecutive regular board meetings, or fails to attend 4 regular or special meetings of the Council or board within a calendar year, the director may be disqualified from their office and the position declared vacant."

b) If a director misses more than three meetings (board or Council membership) in a six-month period, the member should make a brief statement to the board, explaining attendance difficulties, and a plan to increase attendance.

c) If a director anticipates coming to no meetings for two or more consecutive months, that director will take a leave of absence or resign.

### 3. **Liaisons**

Each board member will serve as a liaison to one or more of the following sectors on the Island. The board member does not represent these sectors. Rather, the purpose is to have the board member connect with these sectors to understand their issues and needs and encourage

participation in Council meetings. This will result in greater visibility and understanding of community issues specific to each sector, and action on those issues. Sectors:

- Affordable housing
- Business
- Culture and history
- Education
- Environment
- Faith
- Food
- Health and human services
- Latinx
- LGBTQ+
- Recreation
- Safety
- Youth
- Others as occur

**4. Number of Board Members.** There will be eight (8) elected board members. The eight elected members will then promptly choose four (4) more board members for a total of twelve (12) The additional four (4) members shall be selected for their ability to effectively liaison with two or more sectors on the Island that would otherwise be underrepresented on the board, and/or bring needed skills to the board.

**5. Expenses.** For expenses not previously identified in the budget, the board may authorize disbursements in amounts up to and including \$500; disbursements of over \$500 must be authorized by motion at a Council member meeting. The directors shall receive no compensation for their service as directors but may receive reimbursement for expenditures incurred on behalf of the Council.

**6. Emergency Actions.** A quorum of the board may communicate or otherwise take immediate / emergency action on matters of importance to the Island without Council members' permission provided that the action is in accordance with federal or state law, the bylaws, and these standing rules. The president shall describe the action at the next Council membership meeting and invite comment. If the action is opposed by the members, the board shall take action consistent with the members' wishes,

if these wishes are consistent with Council bylaws, standing rules, and the law of the land. An emergency action, if opposed by the members, does not constitute a vote of nonconfidence.

## Standing Rules for Committees of the Board

**Definition.** Committees of the board are directors of the Council, and may conduct limited business on behalf of the board, subject to state law. Committees of the board may include non-board members, but only the board members can vote in these committees.

**Expenses.** As an agency of the board, documented committee expenses are Council expenses. Committee expenses which may be incurred without prior board approval include copying and travel in amounts not to exceed a total of \$100 per committee per year. If a committee of the board wishes to increase its yearly budget above \$100, it must submit a budget request to the board treasurer at least two weeks prior to the November board meeting, to allow appropriate notice to the members. The budget request must include the purposes and total amount needed from the Council and the expected additional amount projected to be generated by committee fundraising. Such request will be included in the budget for approval at the Council annual meeting. The committee may then spend for the purposes stated (without further approval) the budgeted amount plus funds raised as approved in the budget. If a committee still needs more funds, it may make a special request to the board. Such a request may be decided upon by the board if the request is for \$500 or less. If the request is for more than \$500, it must be approved by the members at a Council meeting.

**Reimbursement.** All requests for expense reimbursement must be submitted to the treasurer using an approved "Expense Reimbursement" form.

**Donations/Income.** As an agency of the Council, committee income is Council income, and shall be submitted to the treasurer within 15 days of receipt for deposit into the Council bank account. Following board approval for fundraising, any funds raised by a committee shall be reserved for the purposes intended for two years and may be spent at the committee's discretion.

**Ethics.** Committee chairs are expected to maintain high ethical standards in conducting Council affairs and shall consider the interests of the community as a whole in determining their action on any matter before the Council.

## Standing Rules for Advisory Committees

**Definition.** Advisory committees are not committees of the board, though may have board members as committee members. An advisory committee may include Council members, and/or non-members of the Council.

Advisory committees may not exercise any of the powers of the board.

**Examples of Advisory Committees.** The equity committee, the affordable housing committee, the active transport committee would all be examples of advisory committees. These committees work on issues of importance to the community, report their findings to the board and the members, and recommend actions to be taken by the board and members to address community issues.

### **Forming and Managing Advisory Committees**

An interim committee chairperson will be appointed by the Council president within 30 days of the creation of a committee. The interim committee chairperson will conduct the initial committee meeting which will include a call for nomination of committee officers. At a minimum, advisory committees need someone to chair the meetings and someone to take and share committee-approved minutes of the meetings. The interim committee chairperson will conduct the second committee meeting, where nominated committee officers will be selected by simple majority vote of the committee members present.

The board and the advisory committee will jointly develop a charter outlining the advisory committee's purpose and scope, as the first order of business of the advisory committee.

Advisory committees will develop their own operating procedures, consistent with Council bylaws and standing rules.

All members of an advisory committee vote on matters before the committee.

**Expenses.** Advisory committees are not agencies of the board, so advisory committee expenses are not Council expenses, though an advisory committee may request funds or other support from the board of the Council.

**Reimbursement.** All requests for expense reimbursement must be submitted to the treasurer using an approved "Expense Reimbursement" form.

**Donations/Income.** Since advisory committees are not agencies of the Council, advisory committee income is not Council income.

**Ethics.** Advisory committee chairs are expected to maintain high ethical standards in conducting their affairs and shall consider the interests of the community as a whole in determining their action on any matter before the Council.

## **Standing Rules for Board Member Elections**

## **Election Preparation Guidance**

1. The board shall appoint an election committee.
2. Recruit and train poll workers as required.
3. Recruit and train vote tally persons and observers as required.
4. Prepare ballots if **nine** or more candidates are nominated.
5. Select parameters for Ranked Choice Voting if that method is chosen for voting
6. Provide notice of election to all members of the Council
7. Announce availability of special ballots if needed.

## **Day of Voting**

1. If member emails are sent to a service for voting, there may be a cutoff date for members prior to election day.

## **Election Wrap-up**

1. Return all material (ballots, etc.) to designated locations.
2. Tabulate ballots using Ranked Choice Voting or other method.
3. Announce final results at November Council member meeting. This is done by the election committee.
4. Hold any paper ballots and electronic voting results until the next election has been completed.

## **Resources for Ranked Choice Voting**

For Resources to learn more about Ranked Choice Voting go to:

<https://www.fairvote.org> and for access to Ranked Choice Voting election support (the Council has successfully used OpaVote) see: <https://www.opavote.com>

## **Amendments/Changes to Standing Rules**

These standing rules may be amended, changed, or repealed at any meeting of the membership provided the proposed standing rule changes are first presented to and agreed upon by a majority vote of the board at a regularly scheduled or special meeting of the board. A motion to accept the board's changes will be made at one meeting of the Council members, and the vote will take place at the next Council member meeting. A simple majority vote is required for changes to the standing rules. Changes apply only to future meetings after the vote is taken.